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Intel Corporation

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE HIGH-TECH EMPLOYEE ANTITRUST
LITIGATION

THIS DOCUMENT RELATES TO:
ALL ACTIONS

Master Docket No. 11-CV-2509-LHK

**INTEL CORPORATION'S ANSWER
TO PLAINTIFFS' CONSOLIDATED
AMENDED COMPLAINT**

Defendant Intel Corporation ("Intel"), by and through its undersigned attorneys,
hereby files its answer to Plaintiffs' Consolidated Amended Complaint ("CAC") dated
September 13, 2011, admitting, denying and otherwise alleging as follows (the numbered
paragraphs correspond to those in the CAC):

1. To the extent that paragraph 1 purports to state a legal conclusion, Intel is not
required to respond. To the extent that paragraph 1 alleges conduct on the part of other
Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
that basis denies them. Intel otherwise denies the allegations in paragraph 1.

2. To the extent that paragraph 2 purports to state a legal conclusion, Intel is not
required to respond. To the extent that paragraph 2 alleges conduct on the part of other
Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on

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1 that basis denies them. Intel otherwise admits that the CAC purports to allege violations of
2 federal and state laws and to seek certain remedies. Intel states that Plaintiffs or the Court have
3 dismissed some of their alleged claims and requests for relief. Except as expressly admitted,
4 Intel denies the allegations in paragraph 2, and specifically denies that it has violated any law or
5 that Plaintiffs are entitled to any relief.

6 3. To the extent that paragraph 3 purports to state a legal conclusion, Intel is not
7 required to respond. To the extent that paragraph 3 alleges conduct on the part of other
8 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
9 that basis denies them. Intel admits that the Antitrust Division of the Department of Justice
10 (“DOJ”) investigated Intel’s recruiting practices in 2009 and 2010. Intel denies Plaintiffs’
11 characterization of the DOJ investigation or any conclusions of fact or law made by the DOJ,
12 including any quoted language from the DOJ in paragraph 3. Except as expressly admitted, Intel
13 denies the allegations in paragraph 3.

14 4. Intel admits that the DOJ did not seek a monetary penalty as a result of its
15 investigation. Except as expressly admitted, Intel denies the allegations in paragraph 4.

16 5. To the extent that paragraph 5 purports to state a legal conclusion, Intel is not
17 required to respond. Intel otherwise admits that the CAC purports to allege violations of federal
18 and state laws and to seek certain remedies. Intel states that Plaintiffs or the Court have
19 dismissed some of their alleged claims and requests for relief. Except as expressly admitted,
20 Intel denies the allegations in paragraph 5.

21 6. To the extent that paragraph 6 purports to state a legal conclusion, Intel is not
22 required to respond. Intel otherwise admits the allegations in paragraph 6.

23 7. To the extent that paragraph 7 purports to state a legal conclusion, Intel is not
24 required to respond. To the extent that paragraph 7 alleges conduct on the part of other
25 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
26 that basis denies them. Intel admits that its principal place of business is located in Santa Clara,
27 California. Intel also admits that venue is proper. Except as expressly admitted, Intel denies the
28 allegations in paragraph 7.

1 8. To the extent that paragraph 8 purports to state a legal conclusion, Intel is not
2 required to respond. To the extent that paragraph 8 alleges conduct on the part of other
3 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
4 that basis denies them. Intel admits that it is subject to the jurisdiction of this Court. Except as
5 expressly admitted, Intel denies the allegations in paragraph 8.

6 9. To the extent that paragraph 9 purports to state a legal conclusion, Intel is not
7 required to respond. Intel otherwise denies the allegations in paragraph 9.

8 10. To the extent that paragraph 10 purports to state a legal conclusion, Intel is not
9 required to respond. To the extent that paragraph 10 alleges conduct on the part of other
10 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
11 that basis denies them. Intel otherwise denies the allegations in paragraph 10.

12 11. To the extent that paragraph 11 purports to state a legal conclusion, Intel is not
13 required to respond. To the extent that paragraph 11 alleges conduct on the part of other
14 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
15 that basis denies them. Intel otherwise denies the allegations in paragraph 11.

16 12. To the extent that paragraph 12 purports to state a legal conclusion, Intel is not
17 required to respond. Intel denies that any class does or can exist in this matter, and on that basis
18 denies any and all allegations related to membership in a class. Intel admits that its principal
19 place of business is located in Santa Clara. Except as expressly admitted, Intel denies the
20 allegations in paragraph 12.

21 13. To the extent that paragraph 13 purports to state a legal conclusion, Intel is not
22 required to respond. To the extent that paragraph 13 alleges conduct on the part of other
23 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
24 that basis denies them. Intel otherwise denies the allegations in paragraph 13. Intel specifically
25 denies that any class does or can exist in this matter, and on that basis denies any and all
26 allegations related to membership in a class.

27 14. To the extent that paragraph 14 purports to state a legal conclusion, Intel is not
28 required to respond. Intel otherwise denies the allegations in paragraph 14.

1 15. To the extent that paragraph 15 purports to state a legal conclusion, Intel is not
2 required to respond. Intel otherwise denies the allegations in paragraph 15.

3 16. Intel lacks sufficient information or belief to admit or deny the allegations in
4 paragraph 16 and on that basis denies them.

5 17. Intel admits that it employed Mark Fichtner in the State of Arizona as a software
6 engineer from approximately May 2008 through May 2011. Intel denies that Mark Fichtner
7 suffered injury to his business or property as a result of Intel's alleged conduct, and denies that
8 Intel committed any alleged violations. Intel lacks sufficient information or belief to admit or
9 deny the other allegations in paragraph 17 and on that basis denies them.

10 18. Intel lacks sufficient information or belief to admit or deny the allegations in
11 paragraph 18 and on that basis denies them.

12 19. Intel lacks sufficient information or belief to admit or deny the allegations in
13 paragraph 19 and on that basis denies them.

14 20. Intel lacks sufficient information or belief to admit or deny the allegations in
15 paragraph 20 and on that basis denies them.

16 21. Intel lacks sufficient information or belief to admit or deny the allegations in
17 paragraph 21 and on that basis denies them.

18 22. Intel lacks sufficient information or belief to admit or deny the allegations in
19 paragraph 22 and on that basis denies them.

20 23. Intel lacks sufficient information or belief to admit or deny the allegations in
21 paragraph 23 and on that basis denies them.

22 24. Intel admits the allegations in paragraph 24.

23 25. Intel lacks sufficient information or belief to admit or deny the allegations in
24 paragraph 25 and on that basis denies them.

25 26. Intel lacks sufficient information or belief to admit or deny the allegations in
26 paragraph 26 and on that basis denies them.

27 27. Intel lacks sufficient information or belief to admit or deny the allegations in
28 paragraph 27 and on that basis denies them.

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1 28. To the extent that paragraph 28 purports to state a legal conclusion, Intel is not
2 required to respond. Intel denies that it participated in any alleged conspiracy or violation or
3 law. Intel otherwise lacks sufficient information or belief to admit or deny the allegations in
4 paragraph 28 and on that basis denies them.

5 29. To the extent that paragraph 29 purports to state a legal conclusion, Intel is not
6 required to respond. Intel denies that it participated in any alleged conspiracy or violation or
7 law. To the extent that paragraph 29 alleges conduct on the part of other Defendants or unnamed
8 DOES, Intel lacks sufficient information or belief to admit or deny those allegations and on that
9 basis denies them. Intel otherwise denies the allegations in paragraph 29. Specifically, Intel
10 denies that its “corporate officers, members of the board[] of directors, or senior executives”
11 were “co-conspirators with other Defendants in the violations alleged in the” CAC.

12 30. To the extent that paragraph 30 purports to state a legal conclusion, Intel is not
13 required to respond. Intel admits that Plaintiffs purport to serve as representatives of the
14 identified putative class, but otherwise denies the allegations in paragraph 30.

15 31. To the extent that paragraph 31 purports to state a legal conclusion, Intel is not
16 required to respond. Intel otherwise denies the allegations in paragraph 31. Intel specifically
17 denies that any class does or can exist in this matter, and on that basis denies any and all
18 allegations related to the number of alleged class members.

19 32. To the extent that paragraph 32 purports to state a legal conclusion, Intel is not
20 required to respond. Intel otherwise denies the allegations in paragraph 32. Intel specifically
21 denies any and all allegations related to whether questions of law or fact are common to the
22 alleged class.

23 33. To the extent that paragraph 33 purports to state a legal conclusion, Intel is not
24 required to respond. Intel otherwise denies the allegations in paragraph 33. Intel specifically
25 denies any and all allegations related to whether common questions or law and fact predominate
26 over individual questions.

27 34. To the extent that paragraph 34 purports to state a legal conclusion, Intel is not
28 required to respond. Intel otherwise denies the allegations in paragraph 34. Intel specifically

1 denies any and all allegations related to whether the named plaintiffs' claims are typical of the
2 claims of the alleged class.

3 35. To the extent that paragraph 35 purports to state a legal conclusion, Intel is not
4 required to respond. Intel otherwise denies the allegations in paragraph 35. Intel specifically
5 denies any and all allegations related to whether the named plaintiffs will fairly and adequately
6 represent the interests of the alleged class.

7 36. To the extent that paragraph 36 purports to state a legal conclusion, Intel is not
8 required to respond. Intel otherwise denies the allegations in paragraph 36.

9 37. To the extent that paragraph 37 purports to state a legal conclusion, Intel is not
10 required to respond. Intel otherwise denies the allegations in paragraph 37. Intel specifically
11 denies any and all allegations related to whether final injunctive relief is appropriate to all
12 members of the alleged class.

13 38. To the extent that paragraph 38 purports to state a legal conclusion, Intel is not
14 required to respond. Intel otherwise denies the allegations in paragraph 38. Intel specifically
15 denies any and all allegations related to whether a class action is superior to alternative methods
16 of adjudication.

17 39. To the extent that paragraph 39 alleges conduct on the part of other Defendants,
18 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
19 denies them. Intel admits that it employed Mark Fichtner during the alleged Class Period in
20 Arizona. Except as expressly admitted, Intel denies the allegations in paragraph 39. Intel
21 specifically denies that any class does or can exist in this matter, and on that basis denies any and
22 all allegations related to where alleged class members were employed.

23 40. To the extent that paragraph 40 purports to state a legal conclusion, Intel is not
24 required to respond. To the extent that paragraph 40 alleges conduct on the part of other
25 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
26 that basis denies them. Intel otherwise denies the allegations in paragraph 40.

27 41. To the extent that paragraph 41 alleges conduct on the part of other Defendants,
28 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis

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1 denies them. Intel otherwise denies the allegations in paragraph 41.

2 42. Intel denies the allegations in paragraph 42.

3 43. To the extent that paragraph 43 alleges conduct on the part of other Defendants or
4 other high technology companies, Intel lacks sufficient information or belief to admit or deny
5 those allegations and on that basis denies them. Intel otherwise denies the allegations in
6 paragraph 43.

7 44. To the extent that paragraph 44 alleges conduct on the part of other companies,
8 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
9 denies them. Intel admits that hiring employees from other companies may involve free-riding
10 and impose costs on those companies. Except as expressly admitted, Intel denies the allegations
11 in paragraph 44.

12 45. To the extent that paragraph 45 alleges conduct on the part of other companies,
13 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
14 denies them. Intel otherwise denies the allegations in paragraph 45.

15 46. To the extent that paragraph 46 alleges conduct involving any individual
16 employee, Intel lacks sufficient information or belief to admit or deny those allegations and on
17 that basis denies them. Intel admits that when one of its employees received a job offer from
18 another company, that employee may, depending on his or her own individual circumstances,
19 have: (1) accepted that job offer; (2) used that offer to attempt to negotiate a pay increase or
20 other benefit; (3) stayed at Intel without negotiating a pay increase or other benefit; or (4) taken
21 some other action. Except as expressly admitted, Intel denies the allegations in paragraph 46.

22 47. To the extent that paragraph 47 alleges conduct involving any individual
23 employee, Intel lacks sufficient information or belief to admit or deny those allegations and on
24 that basis denies them. Intel admits that its employees' use of information relating to potential
25 compensation from other employers would have varied, depending on their individual
26 circumstances. Except as expressly admitted, Intel denies the allegations in paragraph 47.

27 48. To the extent that paragraph 48 alleges conduct on the part of other companies,
28 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis

1 denies them. Intel otherwise denies the allegations in paragraph 48.

2 49. To the extent that paragraph 49 alleges conduct on the part of other companies,
3 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
4 denies them. Intel otherwise denies the allegations in paragraph 49.

5 50. To the extent that paragraph 50 alleges conduct on the part of other companies,
6 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
7 denies them. Intel otherwise denies the allegations in paragraph 50.

8 51. To the extent that paragraph 51 alleges conduct on the part of other Defendants,
9 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
10 denies them. Intel admits that it assigns different salary ranges to different types of jobs and that
11 compensation may vary with grade level, but states that each employee's compensation was
12 based on his or her individual circumstances. Intel admits that it offers a variety of employee
13 benefits and programs, and strives to maintain a positive and healthful workplace, in order to
14 maintain high employee morale and productivity, retain employees, and attract new and talented
15 employees. One of the many tools it uses to achieve these goals is compensation. Except as
16 expressly admitted, Intel denies the allegations in paragraph 51.

17 52. To the extent that paragraph 52 alleges conduct on the part of other Defendants,
18 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
19 denies them. Intel admits that it assigns different salary ranges to different types of jobs and that
20 compensation may vary with grade level, but states that each employee's compensation was
21 based on his or her individual circumstances. Intel reviews salary ranges annually. Except as
22 expressly admitted, Intel denies the allegations in paragraph 52.

23 53. To the extent that paragraph 53 alleges conduct on the part of other Defendants,
24 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
25 denies them. Intel admits that it sometimes engages in negotiations regarding compensation
26 levels with individual employees that vary depending on the specific circumstances applicable to
27 that employee. Except as expressly admitted, Intel denies the allegations in paragraph 53.

28 54. To the extent that paragraph 54 alleges conduct on the part of Defendants, Intel

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1 lacks sufficient information or belief to admit or deny those allegations and on that basis denies
2 them. Intel otherwise denies the allegations in paragraph 54.

3 55. To the extent that paragraph 55 purports to state a legal conclusion, Intel is not
4 required to respond. To the extent that paragraph 55 alleges conduct on the part of other
5 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
6 that basis denies them. Intel otherwise denies the allegations in paragraph 55, and specifically
7 denies that it entered any alleged conspiracy.

8 56. Intel lacks sufficient information or belief to admit or deny the allegations in
9 paragraph 56 and on that basis denies them.

10 57. Intel lacks sufficient information or belief to admit or deny the allegations in
11 paragraph 57 and on that basis denies them.

12 58. Intel lacks sufficient information or belief to admit or deny the allegations in
13 paragraph 58 and on that basis denies them.

14 59. Intel lacks sufficient information or belief to admit or deny the allegations in
15 paragraph 59 and on that basis denies them.

16 60. Intel lacks sufficient information or belief to admit or deny the allegations in
17 paragraph 60 and on that basis denies them.

18 61. Intel lacks sufficient information or belief to admit or deny the allegations in
19 paragraph 61 and on that basis denies them.

20 62. Intel lacks sufficient information or belief to admit or deny the allegations in
21 paragraph 62 and on that basis denies them.

22 63. Intel lacks sufficient information or belief to admit or deny the allegations in
23 paragraph 63 and on that basis denies them.

24 64. Intel lacks sufficient information or belief to admit or deny the allegations in
25 paragraph 64 and on that basis denies them.

26 65. Intel lacks sufficient information or belief to admit or deny the allegations in
27 paragraph 65 and on that basis denies them.

28 66. Intel lacks sufficient information or belief to admit or deny the allegations in

1 paragraph 66 and on that basis denies them.

2 67. Intel lacks sufficient information or belief to admit or deny the allegations in
3 paragraph 67 and on that basis denies them.

4 68. Intel lacks sufficient information or belief to admit or deny the allegations in
5 paragraph 68 and on that basis denies them.

6 69. Intel lacks sufficient information or belief to admit or deny the allegations in
7 paragraph 69 and on that basis denies them.

8 70. Intel lacks sufficient information or belief to admit or deny the allegations in
9 paragraph 70 and on that basis denies them.

10 71. Intel lacks sufficient information or belief to admit or deny the allegations in
11 paragraph 71 and on that basis denies them.

12 72. Intel lacks sufficient information or belief to admit or deny the allegations in
13 paragraph 72 and on that basis denies them.

14 73. Intel lacks sufficient information or belief to admit or deny the allegations in
15 paragraph 73 and on that basis denies them.

16 74. Intel lacks sufficient information or belief to admit or deny the allegations in
17 paragraph 74 and on that basis denies them.

18 75. Intel lacks sufficient information or belief to admit or deny the allegations in
19 paragraph 75 and on that basis denies them.

20 76. Intel lacks sufficient information or belief to admit or deny the allegations in
21 paragraph 76 and on that basis denies them.

22 77. Intel lacks sufficient information or belief to admit or deny the allegations in
23 paragraph 77 and on that basis denies them.

24 78. Intel lacks sufficient information or belief to admit or deny the allegations in
25 paragraph 78 and on that basis denies them.

26 79. Intel lacks sufficient information or belief to admit or deny the allegations in
27 paragraph 79 and on that basis denies them.

28 80. Intel lacks sufficient information or belief to admit or deny the allegations in

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1 paragraph 80 and on that basis denies them.

2 81. Intel lacks sufficient information or belief to admit or deny the allegations in
3 paragraph 81 and on that basis denies them.

4 82. Intel lacks sufficient information or belief to admit or deny the allegations in
5 paragraph 82 and on that basis denies them.

6 83. Intel lacks sufficient information or belief to admit or deny the allegations in
7 paragraph 83 and on that basis denies them.

8 84. Intel lacks sufficient information or belief to admit or deny the allegations in
9 paragraph 84 and on that basis denies them.

10 85. Intel lacks sufficient information or belief to admit or deny the allegations in
11 paragraph 85 and on that basis denies them.

12 86. Intel lacks sufficient information or belief to admit or deny the allegations in
13 paragraph 86 and on that basis denies them.

14 87. Intel lacks sufficient information or belief to admit or deny the allegations in
15 paragraph 87 and on that basis denies them.

16 88. Intel lacks sufficient information or belief to admit or deny the allegations in
17 paragraph 88 and on that basis denies them.

18 89. Intel lacks sufficient information or belief to admit or deny the allegations in
19 paragraph 89 and on that basis denies them.

20 90. Intel lacks sufficient information or belief to admit or deny the allegations in
21 paragraph 90 and on that basis denies them.

22 91. Intel lacks sufficient information or belief to admit or deny the allegations in
23 paragraph 91 and on that basis denies them.

24 92. Intel lacks sufficient information or belief to admit or deny the allegations in
25 paragraph 92 and on that basis denies them.

26 93. Intel lacks sufficient information or belief to admit or deny the allegations in
27 paragraph 93 and on that basis denies them.

28 94. Intel lacks sufficient information or belief to admit or deny the allegations in

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1 paragraph 94 and on that basis denies them.

2 95. Intel lacks sufficient information or belief to admit or deny the allegations in
3 paragraph 95 and on that basis denies them.

4 96. Intel lacks sufficient information or belief to admit or deny the allegations in
5 paragraph 96 and on that basis denies them.

6 97. Intel lacks sufficient information or belief to admit or deny the allegations in
7 paragraph 97 and on that basis denies them.

8 98. To the extent that paragraph 98 purports to state a legal conclusion, Intel is not
9 required to respond. Intel admits that senior executives at Google and Intel had communications
10 regarding Google recruiting Intel employees. Except as expressly admitted, Intel denies the
11 allegations in paragraph 98.

12 99. Intel denies the allegations in paragraph 99.

13 100. To the extent that paragraph 100 purports to state a legal conclusion, Intel is not
14 required to respond. To the extent that paragraph 100 alleges conduct on the part of other
15 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
16 that basis denies them. Intel otherwise denies the allegations in paragraph 100.

17 101. To the extent that paragraph 101 alleges conduct on the part of other Defendants,
18 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
19 denies them. Intel otherwise denies the allegations in paragraph 101.

20 102. To the extent that paragraph 102 alleges conduct on the part of other Defendants,
21 Intel lacks sufficient information or belief to admit or deny those allegations and on that basis
22 denies them. Intel otherwise denies the allegations in paragraph 102.

23 103. Intel lacks sufficient information or belief to admit or deny the allegations in
24 paragraph 103 and on that basis denies them.

25 104. Intel lacks sufficient information or belief to admit or deny the allegations in
26 paragraph 104 and on that basis denies them.

27 105. Intel lacks sufficient information or belief to admit or deny the allegations in
28 paragraph 105 and on that basis denies them.

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1 106. Intel lacks sufficient information or belief to admit or deny the allegations in
2 paragraph 106 and on that basis denies them.

3 107. Intel lacks sufficient information or belief to admit or deny the allegations in
4 paragraph 107 and on that basis denies them.

5 108. To the extent that paragraph 108 purports to state a legal conclusion, Intel is not
6 required to respond. To the extent that paragraph 108 alleges conduct on the part of other
7 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
8 that basis denies them. Intel otherwise denies the allegations in paragraph 108.

9 109. To the extent that paragraph 109 purports to state a legal conclusion, Intel is not
10 required to respond. To the extent that paragraph 109 alleges conduct on the part of other
11 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
12 that basis denies them. Intel otherwise denies the allegations in paragraph 109.

13 110. To the extent that paragraph 110 purports to state a legal conclusion, Intel is not
14 required to respond. To the extent that paragraph 110 alleges conduct on the part of other
15 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
16 that basis denies them. Intel otherwise denies the allegations in paragraph 110.

17 111. To the extent that paragraph 111 purports to state a legal conclusion, Intel is not
18 required to respond. To the extent that paragraph 111 alleges conduct on the part of other
19 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
20 that basis denies them. Intel admits that the DOJ investigated its recruiting practices beginning
21 in 2009. Intel disputed the allegations made by the DOJ. Intel admits that it produced
22 documents to the DOJ in response to a Civil Investigative Demand. Except as expressly
23 admitted, Intel denies the allegations in paragraph 111.

24 112. To the extent that paragraph 112 purports to state a legal conclusion, Intel is not
25 required to respond. To the extent that paragraph 112 alleges conduct on the part of other
26 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
27 that basis denies them. Intel denies Plaintiffs' characterization of the DOJ investigation or any
28 conclusions of fact or law made by the DOJ, including any quoted language from the DOJ in

1 paragraph 112. Except as expressly admitted, Intel denies the allegations in paragraph 112.

2 113. To the extent that paragraph 113 purports to state a legal conclusion, Intel is not
3 required to respond. To the extent that paragraph 113 alleges conduct on the part of other
4 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
5 that basis denies them. Intel denies Plaintiffs' characterization of the DOJ investigation or any
6 conclusions of fact or law made by the DOJ, including any quoted language from the DOJ in
7 paragraph 113. Except as expressly admitted, Intel denies the allegations in paragraph 113.

8 114. To the extent that paragraph 114 purports to state a legal conclusion, Intel is not
9 required to respond. To the extent that paragraph 114 alleges conduct on the part of other
10 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
11 that basis denies them. Intel admits that the DOJ filed a Complaint against Defendants in *United*
12 *States v. Adobe Systems, Inc., et al.*, Case No. 10-cv-01629-RBW (D.D.C.). Intel disputed the
13 allegations in the Complaint. Intel admits that it entered into a settlement with the DOJ, but
14 states that the entry of the resulting Final Judgment did not constitute any admission by Intel that
15 the law has been violated or of any issue of fact or law, other than that the jurisdictional facts
16 alleged in the DOJ's Complaint are true. Except as expressly admitted, Intel denies the
17 allegations in paragraph 114.

18 115. To the extent that paragraph 115 purports to state a legal conclusion, Intel is not
19 required to respond. To the extent that paragraph 115 alleges conduct on the part of other
20 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
21 that basis denies them. Intel admits it entered into a settlement with the DOJ, but states that the
22 entry of the resulting Final Judgment did not constitute any admission by Intel that the law has
23 been violated or of any issue of fact or law, other than that the jurisdictional facts alleged in the
24 DOJ's Complaint are true. Intel denies Plaintiffs' characterization of the Final Judgment, which
25 speaks for itself. Intel otherwise denies the allegations in paragraph 115.

26 116. To the extent that paragraph 116 purports to state a legal conclusion, Intel is not
27 required to respond. To the extent that paragraph 116 alleges conduct on the part of other
28 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on

1 that basis denies them. Intel otherwise denies the allegations in paragraph 116.

2 117. Intel admits that the Final Judgment did not impose any monetary penalty.

3 Except as expressly admitted, Intel denies the allegations in paragraph 117.

4 118. To the extent that paragraph 118 purports to state a legal conclusion, Intel is not
5 required to respond. To the extent that paragraph 118 alleges conduct on the part of other
6 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
7 that basis denies them. Intel otherwise denies the allegations in paragraph 118, and specifically
8 denies that any employee was harmed by any “unlawful conspiracy.”

9 119. Intel hereby incorporates by reference its responses to the allegations contained in
10 paragraphs 1-118 of the CAC as set forth above.

11 120. To the extent that paragraph 120 purports to state a legal conclusion, Intel is not
12 required to respond. To the extent that paragraph 120 alleges conduct on the part of other
13 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
14 that basis denies them. Intel otherwise denies the allegations in paragraph 120.

15 121. To the extent that paragraph 121 purports to state a legal conclusion, Intel is not
16 required to respond. To the extent that paragraph 121 alleges conduct on the part of other
17 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
18 that basis denies them. Intel otherwise denies the allegations in paragraph 121.

19 122. To the extent that paragraph 122 purports to state a legal conclusion, Intel is not
20 required to respond. To the extent that paragraph 122 alleges conduct on the part of other
21 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
22 that basis denies them. Intel otherwise denies the allegations in paragraph 122.

23 123. To the extent that paragraph 123 purports to state a legal conclusion, Intel is not
24 required to respond. To the extent that paragraph 123 alleges conduct on the part of other
25 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
26 that basis denies them. Intel otherwise denies the allegations in paragraph 123.

27 124. To the extent that paragraph 124 purports to state a legal conclusion, Intel is not
28 required to respond. To the extent that paragraph 124 alleges conduct on the part of other

1 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
2 that basis denies them. Intel otherwise denies the allegations in paragraph 124. Specifically,
3 Intel denies Plaintiffs' characterization of Intel's conduct and therefore denies that its officers,
4 directors, agents, employees, or representatives authorized, ordered, or participated in any illegal
5 conduct.

6 125. To the extent that paragraph 125 purports to state a legal conclusion, Intel is not
7 required to respond. To the extent that paragraph 125 alleges conduct on the part of other
8 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
9 that basis denies them. Intel otherwise denies the allegations in paragraph 125.

10 126. Intel admits that the CAC purports to seek certain relief. Except as expressly
11 admitted, Intel denies the allegations in paragraph 126, and specifically denies that Plaintiffs are
12 entitled to any relief.

13 127. Intel hereby incorporates by reference its responses to the allegations contained in
14 paragraphs 1-126 of the CAC as set forth above.

15 128. To the extent that paragraph 128 purports to state a legal conclusion, Intel is not
16 required to respond. To the extent that paragraph 128 alleges conduct on the part of other
17 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
18 that basis denies them. Intel otherwise denies the allegations in paragraph 128.

19 129. To the extent that paragraph 129 purports to state a legal conclusion, Intel is not
20 required to respond. To the extent that paragraph 129 alleges conduct on the part of other
21 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
22 that basis denies them. Intel otherwise denies the allegations in paragraph 129.

23 130. To the extent that paragraph 130 purports to state a legal conclusion, Intel is not
24 required to respond. To the extent that paragraph 130 alleges conduct on the part of other
25 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
26 that basis denies them. Intel otherwise denies the allegations in paragraph 130.

27 131. To the extent that paragraph 131 purports to state a legal conclusion, Intel is not
28 required to respond. To the extent that paragraph 131 alleges conduct on the part of other

1 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
2 that basis denies them. Intel otherwise denies the allegations in paragraph 131.

3 132. To the extent that paragraph 132 purports to state a legal conclusion, Intel is not
4 required to respond.

5 133. To the extent that paragraph 133 purports to state a legal conclusion, Intel is not
6 required to respond. To the extent that paragraph 133 alleges conduct on the part of other
7 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
8 that basis denies them. Intel otherwise denies the allegations in paragraph 133. Specifically,
9 Intel denies Plaintiffs' characterization of Intel's conduct and therefore denies that its officers,
10 directors, agents, employees, or representatives authorized, ordered, or participated in any illegal
11 conduct.

12 134. To the extent that paragraph 134 purports to state a legal conclusion, Intel is not
13 required to respond. To the extent that paragraph 134 alleges conduct on the part of other
14 Defendants, Intel lacks sufficient information or belief to admit or deny those allegations and on
15 that basis denies them. Intel otherwise denies the allegations in paragraph 134.

16 135. Intel admits that the CAC purports to seek certain relief. Except as expressly
17 admitted, Intel denies the allegations in paragraph 135, and specifically denies that Plaintiffs are
18 entitled to any relief.

19 136. Intel hereby incorporates by reference its responses to the allegations contained in
20 paragraphs 1-135 of the CAC as set forth above.

21 137. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
22 at 24. Therefore, no response to this paragraph is required.

23 138. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
24 at 24. Therefore, no response to this paragraph is required.

25 139. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
26 at 24. Therefore, no response to this paragraph is required.

27 140. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
28 at 24. Therefore, no response to this paragraph is required.

1 141. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
2 at 24. Therefore, no response to this paragraph is required.

3 142. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
4 at 24. Therefore, no response to this paragraph is required.

5 143. Plaintiffs have voluntarily dismissed their Third Claim For Relief. *See* Dkt. #119
6 at 24. Therefore, no response to this paragraph is required.

7 144. Intel hereby incorporates by reference its responses to the allegations contained in
8 paragraphs 1-143 of the CAC as set forth above.

9 145. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
10 Therefore, no response to this paragraph is required.

11 146. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
12 Therefore, no response to this paragraph is required.

13 147. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
14 Therefore, no response to this paragraph is required.

15 148. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
16 Therefore, no response to this paragraph is required.

17 149. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
18 Therefore, no response to this paragraph is required.

19 150. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
20 Therefore, no response to this paragraph is required.

21 151. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
22 Therefore, no response to this paragraph is required.

23 152. The Court has dismissed Plaintiffs' Fourth Claim For Relief. *See* Dkt. #119 at 29.
24 Therefore, no response to this paragraph is required.

25 153. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no
26 response.

27 154. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no
28 response.

155. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

156. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

157. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

158. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

159. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

160. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

161. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

162. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

163. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

164. This paragraph is part of Plaintiffs' Prayer for Relief and therefore requires no response.

JURY DEMAND

Intel demands trial by jury of all issues so triable under the law.

SEPARATE AND ADDITIONAL DEFENSES

FIRST SEPARATE AND ADDITIONAL DEFENSE
(Failure to State a Claim for Relief)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that each of Plaintiffs' claims fails to state facts sufficient to constitute a claim for relief against Intel.

SECOND SEPARATE AND ADDITIONAL DEFENSE
(Privilege/Justification)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that its actions were privileged or justified under applicable law, and that Plaintiffs therefore should be barred from recovery.

THIRD SEPARATE AND ADDITIONAL DEFENSE
(Relevant Market)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that Plaintiffs' have not properly defined a relevant market.

FOURTH SEPARATE AND ADDITIONAL DEFENSE
(Lack of Market Power)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that Defendants lack market power in a properly defined relevant market.

FIFTH SEPARATE AND ADDITIONAL DEFENSE
(Reasonable Restraint of Trade)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges its actions did not unreasonably restrain trade.

SIXTH SEPARATE AND ADDITIONAL DEFENSE
(No Lessening of Competition)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that Plaintiffs cannot demonstrate that its actions lessened competition in a relevant market.

SEVENTH SEPARATE AND ADDITIONAL DEFENSE
(Good Faith/Legitimate Business Justification)

As a defense to Plaintiffs' CAC, and each and every allegation against Intel contained therein, Intel alleges that its actions were undertaken in good faith to advance legitimate business interests and had the effect of promoting, encouraging, and increasing competition.

EIGHTH SEPARATE AND ADDITIONAL DEFENSE
(Statute of Limitations)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel

1 alleges that each of Plaintiffs' claims is barred in whole or in part by applicable statutes of
 2 limitations, including, but not limited to, 15 U.S.C. §15(b) and California Code of Civil
 3 Procedure §§338(a), 339(l), and 340(a).

4 **NINTH SEPARATE AND ADDITIONAL DEFENSE**
 5 **(Standing)**

6 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 7 alleges that Plaintiffs lack standing to assert some or all of the claims asserted therein.

8 **SIXTEENTH SEPARATE AND ADDITIONAL DEFENSE**
 9 **(No Injury Suffered)**

10 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 11 alleges that Plaintiffs' claims are barred in whole or in part to the extent that the alleged behavior
 12 did not cause injury to any Plaintiffs' business or property.

13 **ELEVENTH SEPARATE AND ADDITIONAL DEFENSE**
 14 **(Offset)**

15 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 16 alleges that any injury Plaintiffs suffered was offset by benefits that resulted from Intel's alleged
 17 conduct.

18 **TWELFTH SEPARATE AND ADDITIONAL DEFENSE**
 19 **(Antitrust Injury)**

20 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 21 alleges that Plaintiffs have not suffered antitrust injury as a result of Intel's alleged conduct.

22 **THIRTEENTH SEPARATE AND ADDITIONAL DEFENSE**
 23 **(Antitrust Standing)**

24 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 25 alleges that Plaintiffs lack antitrust standing to assert some or all of the claims asserted therein.

26 **FOURTEENTH SEPARATE AND ADDITIONAL DEFENSE**
 27 **(Unjust Enrichment)**

28 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 alleges that Plaintiffs would be unjustly enriched were they allowed to recover any relief claimed
 to be due.

FIFTEENTH SEPARATE AND ADDITIONAL DEFENSE
(Failure to Mitigate Damages)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' have failed to mitigate their damages, if any, and that any recovery should be reduced or denied accordingly.

SIXTEENTH SEPARATE AND ADDITIONAL DEFENSE
(Settlement and Release)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' claims are barred in whole or in part to the extent Plaintiffs have settled and released any claims against Intel.

SEVENTEENTH SEPARATE AND ADDITIONAL DEFENSE
(Failure to Exhaust Remedies)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' claims are barred in whole or in part because Plaintiffs are subject to mandatory arbitration, a remedy they have failed to exhaust.

EIGHTEENTH SEPARATE AND ADDITIONAL DEFENSE
(Waiver)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' claims are barred in whole or in part by waiver.

NINETEENTH SEPARATE AND ADDITIONAL DEFENSE
(Constitutional Right to Separate Trials)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' claims are barred in whole or in part to the extent that the certification of this action as a class action would violate Intel's constitutional right to separate trials.

TWENTIETH SEPARATE AND ADDITIONAL DEFENSE
(Due Process)

As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel alleges that Plaintiffs' claims are barred in whole or in part to the extent that Plaintiffs seek to deprive Intel of procedural and substantive safeguards, including, but not limited to, traditional defenses to liability, in violation of the Due Process Clause of the United States Constitution and

1 the analogous provisions of any applicable State constitutions.

2 **TWENTY-FIRST SEPARATE AND ADDITIONAL DEFENSE**
 3 **(Duplicative Claims and Request for Damages)**

4 As a defense to Plaintiffs' CAC, and each and every allegation contained therein, Intel
 5 alleges that Plaintiffs' claims are barred in whole or in part based upon the filing of duplicative
 6 claims.

7 **TWENTY-SECOND SEPARATE AND ADDITIONAL DEFENSE**
 8 **(Reservation of Rights)**

9 Intel currently has insufficient knowledge or information on which to form a belief as to
 10 whether it may have additional, as yet unstated, defenses available. Intel expressly reserves its
 11 right to assert additional affirmative defenses in the event discovery indicates they would be
 12 appropriate.

13 WHEREFORE, Intel prays for judgment as follows:

- 14 1. That Plaintiffs, and members of the purported class and subclass on whose behalf
 15 they purport to sue, take nothing by reason of their Consolidated Amended Complaint;
- 16 2. That the Court offset the recovery, if any, by Plaintiffs, and members of any
 17 purported class and subclass on whose behalf they purport to sue, by any amounts paid by Intel,
 18 or other third parties, to them, in connection with claims relating to the subject matter of this
 19 lawsuit;
- 20 3. That Intel recover its expenses, costs and attorneys' fees in connection with this
 21 lawsuit; and
- 22 4. That the Court grant Intel such further relief as it deems just and proper.

1 DATED: May 21, 2012

Respectfully Submitted,

2 Bingham McCutchen LLP

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4 By: s/Donn P. Pickett

5 Donn P. Pickett
6 Attorneys for Defendant
7 Intel Corporation
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